

**BOND INFORMATION STATEMENT  
STATE OF SOUTH DAKOTA  
SDCL 6-8B-19**

Return to: Secretary of State  
State Capitol  
500 East Capitol  
Pierre, SD 57501-5077

FILING FEE: \$1.00

TELEPHONE: (605)773-3537

Every public body, authority, or agency issuing any general obligation, revenue, improvement, industrial revenue, special assessment, or other bonds of any type shall file with the Secretary of State a Bond Information Statement concerning each issue of bonds.

**1. Name of Issuer:**

County of Minnehaha, South Dakota

**2. Designation of Issue:**

\$11,525,000  
County of Minnehaha, South Dakota Health Facilities  
Revenue Refunding Bonds  
(Bethany Home for the Aged Project) Series 2007

**3. Date of Issue:**

July 10, 2007

**4. Purpose of Issue:**

The proceeds derived from the sale of the Bonds are proposed to be loaned to Bethany Lutheran Home for the Aged, Inc. (the "Corporation"), a nonprofit corporation incorporated under the laws of the State of South Dakota. The proceeds from the sale of the Bonds will be used, together with certain other funds, for the purpose of (i) advance refunding the outstanding County of Minnehaha, South Dakota Health Facilities Revenue Bonds (Bethany Home for the Aged Project) Series 2002A (the "Series 2002A Bonds") and the outstanding County of Minnehaha, South Dakota Adjustable Rate Health Facilities Revenue Bonds (Bethany Lutheran Home for the Aged Project) Series 2002B (the "Series 2002B Bonds" and, together with the Series 2002A Bonds, the "Prior Bonds"); (ii) funding a reserve fund; and (iii) paying certain expenses incurred in connection with the issuance of the Bonds and the refunding of the Prior Bonds. The Prior Bonds were issued primarily for the purpose of constructing Bethany Meadows, a 66-unit senior housing facility in Brandon, South Dakota.

**5. Type of Bond:**

Health Facilities Revenue Refunding Bonds

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325-34-103094-MISC

# 1694255

**6. Principal Amount and Denomination of Bond:**

See Cover Page of Official Statement attached hereto

**7. Paying Dates of Principal and Interest:**

June 1 and December 1, as set forth on the Cover Page of Official Statement attached hereto

**8. Amortization Schedule:**

See Cover Page of Official Statement and transaction debt service table attached hereto

**9. Interest Rate or Rates, Including Total Aggregate Interest Cost:**

See Cover Page of Official Statement and transaction debt service table attached hereto

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323134.1 030294 MISC

This is to certify that the above information pertaining to the City of Sioux Falls, South Dakota is true and correct as of this 10<sup>th</sup> day of July, 2007.

By *Sue Roust*  
Sue Roust  
County Auditor

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NEW ISSUE  
BOOK ENTRY ONLY

RATING:  
NOT RATED

*In the opinion of Hawkins Delafield & Wood LLP, Bond Counsel to the Issuer, under existing statutes and court decisions and assuming continuing compliance with certain tax covenants described herein, (i) interest on the Series 2007 Bonds is excluded from gross income for Federal income tax purposes pursuant to Section 103 of the Internal Revenue Code of 1986, as amended (the "Code"), and (ii) interest on the Series 2007 Bonds is not treated as a preference item in calculating the alternative minimum tax imposed on individuals and corporations under the Code; such interest, however, is included in the adjusted current earnings of certain corporations for purposes of calculating the alternative minimum tax imposed on such corporations. In the opinion of Bond Counsel, interest on the Series 2007 Bonds is includible in gross income for South Dakota franchise tax purposes when the recipient is a banking or other financial institution as defined in South Dakota Codified Laws, Chapter 10-43. See "TAX MATTERS" herein.*

Bethany Lutheran Home  
Caring for the Body and the Spirit

**\$11,525,000**  
**County of Minnehaha, South Dakota**  
**Health Facilities Revenue Refunding Bonds**  
**(Bethany Lutheran Home for the Aged Project)**  
**Series 2007**

Bethany  
Meadows  
Transitions in the Heart of the Community

**Dated: Date of Delivery**

**Due: December 1, as set forth below**

The County of Minnehaha, South Dakota (the "Issuer") is issuing its \$11,525,000 Health Facilities Revenue Refunding Bonds (Bethany Lutheran Home for the Aged Project) Series 2007 (the "Series 2007 Bonds"), pursuant to and secured under an Indenture of Trust dated as of June 1, 2007 (the "Bond Indenture") between the Issuer and The First National Bank in Sioux Falls, Sioux Falls, South Dakota, as bond trustee (the "Bond Trustee"). The proceeds of the Series 2007 Bonds will be loaned to Bethany Lutheran Home for the Aged, Inc., a South Dakota nonprofit corporation (the "Corporation") pursuant to a Loan Agreement and will be used, together with certain other funds, for the purpose of (i) advance refunding the outstanding County of Minnehaha, South Dakota Health Facilities Revenue Bonds (Bethany Lutheran Home for the Aged Project) Series 2002A (the "Series 2002A Bonds") and the outstanding County of Minnehaha, South Dakota Adjustable Rate Health Facilities Revenue Bonds (Bethany Lutheran Home for the Aged Project) Series 2002B (the "Series 2002B Bonds") and, together with the Series 2002A Bonds, the "Prior Bonds"; (ii) funding a Reserve Fund; and (iii) paying certain expenses incurred in connection with the issuance of the Series 2007 Bonds and the refunding of the Prior Bonds. See "PLAN OF FINANCE." Except as described in this Official Statement, the Series 2007 Bonds will be payable solely from and secured by a pledge of payments to be made under the Loan Agreement and by the Series 2007 Obligation issued by the Corporation pursuant to a Master Trust Indenture between the Corporation as the initial Member of the Obligated Group created thereunder, and Wells Fargo Bank, N.A., as Master Trustee. The sources of payment of, and security for, the Series 2007 Bonds are more fully described in this Official Statement.

The Series 2007 Bonds, when issued, will be registered initially only in the name of Cede & Co., as registered owner and nominee of The Depository Trust Company, New York, New York ("DTC"). DTC will act as securities depository for the Series 2007 Bonds. Purchasers of the Series 2007 Bonds will not receive certificates representing their interests in the Series 2007 Bonds purchased. Ownership by the beneficial owners of the Series 2007 Bonds will be evidenced by book-entry only. Principal of and interest on the Series 2007 Bonds will be paid by the Bond Trustee to DTC, which in turn will remit such principal and interest payments to its participants for subsequent disbursement to the beneficial owners of the Series 2007 Bonds. As long as Cede & Co. is the registered owner as nominee of DTC, payments on the Series 2007 Bonds will be made to such registered owner, and disbursement of such payments will be the responsibility of DTC and its participants. See "BOOK-ENTRY SYSTEM."

The Series 2007 Bonds will be issuable in fully registered form without coupons in denominations of \$5,000 or any integral multiple thereof. Interest on the Series 2007 Bonds will be payable on each June 1 and December 1, commencing on December 1, 2007.

**MATURITIES, AMOUNTS, INTEREST RATES, PRICES, YIELDS AND CUSIPS**

**\$1,975,000 Serial Bonds**

<u>December 1 of the Year</u>	<u>Principal Amount</u>	<u>Interest Rate</u>	<u>Yield</u>	<u>CUSIP</u>
2007	\$ 95,000	4.250%	4.250%	603852 AS3
2008	195,000	4.250	4.375	603852 AT1
2009	200,000	4.500	4.580	603852 AU8
2010	215,000	4.625	4.700	603852 AV6
2011	220,000	4.750	4.810	603852 AW4
2012	230,000	4.800	4.900	603852 AX2
2013	245,000	4.875	4.960	603852 AY0
2016	280,000	5.000	5.050	603852 BB9
2017	295,000	5.000	5.100	603852 BC7

\$520,000 - 5.00% Term Bonds due December 1, 2015, priced at 100% CUSIP 603852 BD5  
\$3,955,000 - 5.375% Term Bonds due December 1, 2027, priced at 99.442%, to yield 5.420% CUSIP 603852 BE3  
\$5,075,000 - 5.50% Term Bonds due December 1, 2035, priced at 100% CUSIP 603852 BF0

**THE SERIES 2007 BONDS WILL BE SUBJECT TO OPTIONAL, MANDATORY AND EXTRAORDINARY REDEMPTION, AND PURCHASE IN LIEU OF REDEMPTION, AS MORE FULLY DESCRIBED HEREIN.**

An investment in the Series 2007 Bonds involves a certain degree of risk related to the nature of the business of the Members of the Obligated Group, the regulatory environment, and the provisions of the principal documents. A prospective Series 2007 Bondholder is advised to read "SECURITY FOR THE SERIES 2007 BONDS," "SECURITY FOR THE SERIES 2007 OBLIGATION" and "BONDHOLDERS' RISKS" herein for a description of the security for the Series 2007 Bonds and for a discussion of certain risk factors which should be considered in connection with an investment in the Series 2007 Bonds.

The Series 2007 Bonds are being offered when, as and if issued and received by A.G. Edwards & Sons, Inc. (the "Underwriter"), subject to prior sale, withdrawal or modification of the offer without notice and to the approval of legality of the Series 2007 Bonds by Hawkins Delafield & Wood LLP, New York, New York, Bond Counsel. Certain legal matters will be passed upon for the Issuer by the Minnehaha County State's Attorney, as counsel to and for the benefit of the Issuer; by the Underwriter by its special counsel, Sonnenschein Nath & Rosenthal LLP, Chicago, Illinois; and for the Corporation by its special counsel, Christopherson, Bailin and Anderson LLP, Sioux Falls, South Dakota. It is expected that the Series 2007 Bonds in definitive form will be available for delivery through the facilities of DTC in New York, New York on or about July 10, 2007.

This cover page contains certain information for ease of reference only. It does not constitute a summary of the Series 2007 Bonds or the security therefor. Potential investors must read this entire Official Statement, including the Appendices, to obtain information essential to the making of an informed investment decision.

 **EDWARDS.**

Official Statement Dated June 28, 2007

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## ANNUAL DEBT SERVICE REQUIREMENTS

The following table sets forth the amounts required for the payment of principal of the Series 2007 Bonds at maturity or by mandatory redemption through the Bond Sinking Fund and for the payment of interest on the Series 2007 Bonds for each Bond Year ending December 1.

Bond Year Ending December 1	The Series 2007 Bonds		Total Debt Service*
	Principal	Interest*	
2007	\$ 95,000	\$ 239,371	\$ 334,371
2008	195,000	607,121	802,121
2009	200,000	598,834	798,834
2010	215,000	589,834	804,834
2011	220,000	579,890	799,890
2012	230,000	569,440	799,440
2013	245,000	558,400	803,400
2014	255,000	546,456	801,456
2015	265,000	533,706	798,706
2016	280,000	520,456	800,456
2017	295,000	506,456	801,456
2018	310,000	491,706	801,706
2019	325,000	475,044	800,044
2020	345,000	457,575	802,575
2021	360,000	439,031	799,031
2022	380,000	419,681	799,681
2023	400,000	399,256	799,256
2024	425,000	377,756	802,756
2025	445,000	354,913	799,913
2026	470,000	330,994	800,994
2027	495,000	305,731	800,731
2028	525,000	279,125	804,125
2029	550,000	250,250	800,250
2030	580,000	220,000	800,000
2031	610,000	188,100	798,100
2032	645,000	154,550	799,550
2033	685,000	119,075	804,075
2034	720,000	81,400	801,400
2035	<u>760,000</u>	<u>41,800</u>	<u>801,800</u>
Total	<u>\$11,525,000</u>	<u>\$11,235,951</u>	<u>\$22,760,951</u>

\* De minimis rounding adjustments.

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